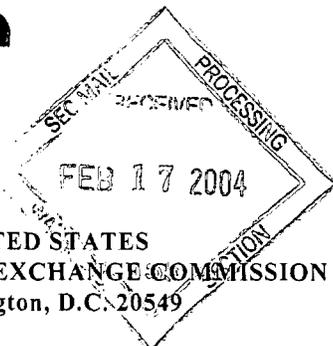


File Number: 84-5631
For the reporting period ended December 31, 2003



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

| OMB APPROVAL | |
|---|--------------------|
| OMB Number: | 3235-0337 |
| Expires: | September 30, 2006 |
| Estimated average burden hours per full response: | 6.00 |
| Estimated average burden hours per intermediate response: | 1.50 |
| Estimated average burden hours per minimum response: | .50 |

FORM TA-2

FORM FOR REPORTING ACTIVITIES OF TRANSFER AGENTS REGISTERED PURSUANT TO SECTION 17A OF THE SECURITIES EXCHANGE ACT OF 1934

ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

PROCESSED
FEB 20 2004
THOMSON FINANCIAL

1. Full name of Registrant as stated in Question 3 of Form TA-1:
(Do not use Form TA-2 to change name or address.)

CMS ENERGY CORPORATION

2. a. During the reporting period, has the Registrant engaged a service company to perform any of its transfer agent functions?
(Check appropriate box.)

All Some None

b. If the answer to subsection (a) is all or some, provide the name(s) and transfer agent file number(s) of all service company(ies) engaged:

| Name of Transfer Agent(s): | File No. (beginning with 84- or 85-): |
|----------------------------|---------------------------------------|
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |

c. During the reporting period, has the Registrant been engaged as a service company by a named transfer agent to perform transfer agent functions?

Yes No

d. If the answer to subsection (c) is yes, provide the name(s) and file number(s) of the named transfer agent(s) for which the Registrant has been engaged as a service company to perform transfer agent functions: (If more room is required, please complete and attach the Supplement to Form TA-2.)

| Name of Transfer Agent(s): | File No. (beginning with 84- or 85-): |
|----------------------------|---------------------------------------|
| | |
| | |
| | |
| | |

002-199

3. a. Registrant's appropriate regulatory agency (ARA): (Check one box only.)
- Comptroller of the Currency
 - Federal Deposit Insurance Corporation
 - Board of Governors of the Federal Reserve System
 - Securities and Exchange Commission
- b. During the reporting period, has the Registrant amended Form TA-1 within 60 calendar days following the date on which information reported therein became inaccurate, incomplete, or misleading? (Check appropriate box.)
- Yes, filed amendment(s)
 - No, failed to file amendment(s)
 - Not applicable
- c. If the answer to subsection (b) is no, provide an explanation:
See Attached
-
-
-

If the response to any of questions 4-11 below is none or zero, enter "0."

4. Number of items received for transfer during the reporting period: 3,753
5. a. Total number of individual securityholder accounts, including accounts in the Direct Registration System (DRS), dividend reinvestment plans and/or direct purchase plans as of December 31: 61,103
- b. Number of individual securityholder dividend reinvestment plan and/or direct purchase plan accounts as of December 31: 44,718
- c. Number of individual securityholder DRS accounts as of December 31: 0
- d. Approximate percentage of individual securityholder accounts from subsection (a) in the following categories as of December 31:

| Corporate Equity Securities | Corporate Debt Securities | Open-End Investment Company Securities | Limited Partnership Securities | Municipal Debt Securities | Other Securities |
|-----------------------------|---------------------------|--|--------------------------------|---------------------------|------------------|
| 99.998 | .002% | 0 | 0 | 0 | 0 |

6. Number of securities issues for which Registrant acted in the following capacities, as of December 31:

| | Corporate Securities | | Open-End Investment Company Securities | Limited Partnership Securities | Municipal Debt Securities | Other Securities |
|---|----------------------|------|--|--------------------------------|---------------------------|------------------|
| | Equity | Debt | | | | |
| a. Receives items for transfer and maintains the master securityholder files: | 3 | 1 | 0 | 0 | 0 | 0 |
| b. Receives items for transfer but does not maintain the master securityholder files: | 0 | 0 | 0 | 0 | 0 | 0 |
| c. Does not receive items for transfer but maintains the master securityholder files: | 1 | 0 | 0 | 0 | 0 | 0 |

7. Scope of certain additional types of activities performed:
- a. Number of issues for which dividend reinvestment plan and/or direct purchase plan services were provided, as of December 31: 3
 - b. Number of issues for which DRS services were provided, as of December 31: 0
 - c. Dividend disbursement and interest paying agent activities conducted during the reporting period:
 - i. number of issues (includes common stock, but no dividends paid in 2003) 5
 - ii. amount (in dollars) 17,281,811

8. a. Number and aggregate market value of securities aged record differences, existing for more than 30 days, as of December 31:

| | Prior Transfer Agent(s) (If applicable) | Current Transfer Agent |
|-------------------------------------|---|---------------------------|
| i. Number of issues | 0 | 0 |
| ii. Market value (in dollars) | 0 | 0 |

- b. Number of quarterly reports regarding buy-ins filed by the Registrant with its ARA (including the SEC) during the reporting period pursuant to Rule 17Ad-11(c)(2): 0

- c. During the reporting period, did the Registrant file all quarterly reports regarding buy-ins with its ARA (including the SEC) required by Rule 17Ad-11(c)(2)?

Yes No

- d. If the answers to subsection (c) is no, provide an explanation for each failure to file:

9. a. During the reporting period, has the Registrant always been in compliance with the turnaround time for routine items as set forth in Rule 17Ad-2?

Yes No

If the answer to subsection (a) is no, complete subsections (i) through (ii).

- i. Provide the number of months during the reporting period in which the Registrant was not in compliance with the turnaround time for routine items according to Rule 17Ad-2.
- ii. Provide the number of written notices Registrant filed during the reporting period with the SEC and with its ARA that reported its noncompliance with turnaround time for routine items according to Rule 17Ad-2.

10. Number of open-end investment company securities purchases and redemptions (transactions) excluding dividend, interest and distribution postings, and address changes processed during the reporting period:

- a. Total number of transactions processed: 0
- b. Number of transactions processed on a date other than date of receipt of order (as ofs): 0

11. a. During the reporting period, provide the date of all database searches conducted for lost securityholder accounts listed on the transfer agent's master securityholder files, the number of lost securityholder accounts for which a database search has been conducted, and the number of lost securityholder accounts for which a different address has been obtained as a result of a database search:

| Date of Database Search | Number of Lost Securityholder Accounts Submitted for Database Search | Number of Different Addresses Obtained from Database Search |
|-------------------------|--|---|
| 1/2/03 | 52 | 39 |
| 2/3/03 | 48 | 28 |
| 3/3/03 | 41 | 25 |
| 4/1/03 | 30 | 16 |
| 5/1/03 | 72 | 53 |
| 6/2/03 | 30 | 21 |
| 7/1/03 | 56 | 34 |
| 8/1/03 | 10 | 7 |
| 9/2/03 | 50 | 28 |
| 10/1/03 | 46 | 29 |
| 11/3/03 | 31 | 21 |
| 12/1/03 | 14 | 8 |

b. Number of lost securityholder accounts that have been remitted to states during the reporting period:

56

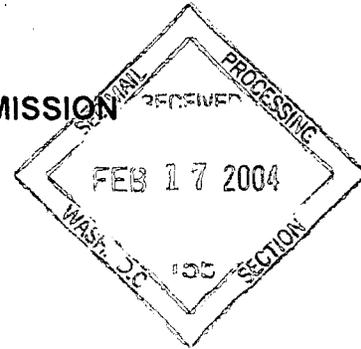
SIGNATURE: The Registrant submitting this Form, and the person signing the Form, hereby represent that all the information contained in the Form is true, correct, and complete.

| | |
|---|---|
| Manual signature of Official responsible for Form:  | Title: <i>Asst Secretary & Director of Investor Services</i> Telephone number: <i>517-788-1866</i> |
| Name of Official responsible for Form: (First name, Middle name, Last name) <i>BRUCE E DEVERMAN</i> | Date signed (Month/Day/Year): <i>2/9/04</i> |



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

MIDWEST REGIONAL OFFICE
SUITE 900
175 WEST JACKSON BLVD.
CHICAGO, ILLINOIS 60604



December 22, 2003

Mr. Michael VanHemert, Counsel and Corporate Secretary
CMS Energy Corporation
One Energy Plaza
Jackson, MI 49201

RE: Examination of Transfer Agent Books and Records of CMS Energy Corporation - File No. 84-5631

Dear Mr. VanHemert:

We would like to extend our thanks to you and your staff for the courtesies extended to Lorraine Ricci of our staff during the recent examination of the transfer agent function at CMS Energy Corporation. During the course of the examination, the following matters came to the attention of the examiner, and are set forth below for any necessary remedial action:

Application for Registration as a Transfer Agent - Rule 17Ac2-1

Your firm failed to file an amended Form TA-1 to reflect a change of address effective in April 2003.

Safeguarding of Funds and Securities - Rule 17Ad-12

The examination disclosed the following internal control matters related to the segregation of duties:

While all employees in the transfer agent area have access to the vault through use of a card key, the examiner noted that both Wendy Huff, and Cheryl Beer have access to cabinets containing blank checks and stock certificates as well as access to the machine used to affix signatures to checks. Further, both Ms.

← ALSO SEE
LETTER FROM
CMS
DATED 12/29/03
(ATTACHED)

Huff and Beer can independently direct the payment of checks issued pursuant to the Registrant's "positive pay" system in the absence of employee Michelle Fauser.

It is our understanding that you attempt to mitigate the risk of misappropriation by having someone outside the transfer agent function reconcile the related bank accounts. However, it is suggested that the duties of these employees be modified such that they are not able to both issue and approve checks in order to prevent the misuse of funds.

In addition, the examiner noted that incoming checks from customers were not endorsed until the related transaction was processed. Further, it was noted that on October 20, 2003, the start date of the examination, customer checks and the temporary storing of customer checks and cash in an unlocked cabinet outside the vault area.

Requirements for Reporting and Inquiry with Respect to Missing, Lost, Counterfeit, or Stolen Securities - Rule 17f-1

The purpose of the above-noted rule is to reduce trafficking in lost, stolen, and/or counterfeit securities. Missing securities are to be reported on Form X-17F-1A to the Securities Information Center within one business day after the transfer agent becomes aware of the loss. The examination disclosed that a notification of a lost certificate (UJ90096), received by your firm on May 19, 2003, was not reported until two business days later, on May 21, 2003.

The deficiencies and/or violations of law described above are brought to your attention for immediate corrective action, without regard to any other action(s) that may result from the examination. In addition, the fact that this letter does not comment on other aspects of the firm's activities should not be construed to mean that such activities comply with the federal securities laws. The noted findings are based on the staff's examination and are not findings or conclusions of the Commission.

Please provide a written reply to Mr. Thomas Murphy, Assistant Regional Director of this office, within 30 days of receipt of this letter, detailing the steps taken by your firm to correct these matters. A copy of your response should also be mailed to Eric B. Garvey; Office of Compliance, Inspections and Examinations; United States Securities and Exchange Commission; 450 Fifth Street, NW; Mail Stop 9-3; Washington D.C. 20549.

Sincerely,



Diane L. Dallianis
Attorney-Advisor

cc: Eric B. Garvey, OCIE

December 29, 2003

Michael D. VanHemert
*Vice President, Secretary,
Chief Compliance Officer and
Deputy General Counsel*

U.S. Securities and Exchange Commission
OFIS/Branch of Registration and Examination
Stop O-25
Washington DC 20549

Consistent with Section 17A of the Securities and Exchange Commission Act of 1934, I am enclosing an amended Form TA-1, one original and three copies. The purpose of this amended Form TA-1 is to notify you that the Company has changed its corporate address as indicated on the attached Form TA-1.

Thank you for your assistance. If you have any questions or comments, please contact me at (517) 788-1030

Sincerely,



Michael D. VanHemert

| |
|---------------------------|
| Regulator File No. |
| 08 - |

| | |
|---|---------------|
| OMB APPROVAL | |
| OMB Number: | 3235-0084 |
| Expires: | June 30, 2006 |
| Estimated average burden hours per response..... | 2.0 |

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549**

FORM TA-1

**UNIFORM FORM FOR REGISTRATION AS A TRANSFER AGENT AND FOR AMENDMENT
TO REGISTRATION PURSUANT TO SECTION 17A OF THE
SECURITIES EXCHANGE ACT OF 1934**

GENERAL: Form TA-1 is to be used to register or amend registration as a transfer agent with the Comptroller of the Currency, the Board of Governors of the Federal Reserve System, the Federal Deposit Insurance Corporation or the Securities and Exchange Commission pursuant to Section 17A of the Securities Exchange Act of 1934. Read all instructions before completing this form. Please print or type all responses.

| | |
|--|---|
| 1. Appropriate regulatory agency (check one) (See General Instruction D): | |
| <input type="checkbox"/> Comptroller of the Currency | <input type="checkbox"/> Board of Governors of the Federal Reserve System |
| <input type="checkbox"/> Federal Deposit Insurance Corporation | <input checked="" type="checkbox"/> Securities and Exchange Commission |
| 2. Filing status of this form (check one): | |
| <input type="checkbox"/> Registration | <input checked="" type="checkbox"/> Amendment to Registration |
| 3.a. Full name of registrant: | |
| CMS Energy Corporation | |
| Previous name, if being amended: | |
| | |
| b. Financial Industry Number Standard (FINS) number (See Special Instruction A1): | |
| 487298 | |
| c. Address of principal office where transfer agent activities are, or will be, performed (See Special Instruction A2): | e. Telephone Number: |
| (Number and Street) (City) (State) (Zip Code) | (Include Area Code) |
| One Energy Plaza Jackson MI 49201 | (517)788-1866 |
| d. Mailing address, if different from response to Question 3c: | |
| | |
| 4. Does registrant conduct, or will it conduct, transfer agent activities at any location other than that given in question 3c above? If "yes," provide address(es): | Yes No |
| | <input type="checkbox"/> <input type="checkbox"/> |
| 5. Does registrant act, or will it act, as a transfer agent solely for its own securities and/or securities of an affiliate(s)? (See Special Instruction A5) | Yes No |
| | <input type="checkbox"/> <input type="checkbox"/> |

| | | |
|-----------------------------------|--------------------------------------|---------------------------------|
| FORM TA-1 Page 2 | Applicant Name: _____ Date: _____ | OFFICIAL USE |
|-----------------------------------|--------------------------------------|---------------------------------|

6. Has registrant, as a named transfer agent, engaged, or will it engage, a service company to perform any transfer agent functions? Yes No

If "yes," provide the name(s) and address(es) of all service companies engaged, or that will be engaged, by the registrant to perform its transfer agent functions:

Name: _____

Address: (Number and Street) _____ (City) _____ (State) _____ (Zip Code) _____

Name: _____

Address: (Number and Street) _____ (City) _____ (State) _____ (Zip Code) _____

7. Has registrant been engaged, or will it be engaged, as a service company by a named transfer agent to perform transfer agent functions? Yes No

If "yes," provide the name(s) and FINS number(s) of the named transfer agent(s) for which the registrant has been engaged, or will be engaged, as a service company to perform transfer agent functions:

| | | |
|-------------|--------------------|---------------------------------|
| Name: _____ | FINS Number: _____ | Delete <input type="checkbox"/> |
|-------------|--------------------|---------------------------------|

| | | |
|-------------|--------------------|--------------------------|
| Name: _____ | FINS Number: _____ | <input type="checkbox"/> |
|-------------|--------------------|--------------------------|

| | | |
|-------------|--------------------|--------------------------|
| Name: _____ | FINS Number: _____ | <input type="checkbox"/> |
|-------------|--------------------|--------------------------|

| | | |
|-------------|--------------------|--------------------------|
| Name: _____ | FINS Number: _____ | <input type="checkbox"/> |
|-------------|--------------------|--------------------------|

| | | |
|-------------|--------------------|--------------------------|
| Name: _____ | FINS Number: _____ | <input type="checkbox"/> |
|-------------|--------------------|--------------------------|

**ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT
CONSTITUTE FEDERAL CRIMINAL VIOLATIONS. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)**

EXECUTION: The registrant submitting this form, and as required, the SEC supplement and Schedules A-D, And the executing official hereby represent that all the information contained herein is true, correct and complete.

| | |
|--|---|
| Manual signature of Official responsible for form: <i>Michael D. VanHemert</i> | Title: Corporate Secretary |
| Name of Official responsible for form: (First name, Middle name, Last name) Michael D. VanHemert | Date executed (Month/Day/Year): 12-29-03 |

Bruce E. Deverman
Assistant Secretary and
Director of Investor Services
517 788 1866
bedeverman@cmsenergy.com

Wendy S. Huff
Stock Purchase Plan Administrator
517 788 1867
wshuff@cmsenergy.com

Cheryl A. Beer
Investor Services Analyst
517 788 0298
cabeer@cmsenergy.com

Jane M. Kramer
Investor Services Analyst
517 788 1130
jmkramer@cmsenergy.com

February 9, 2004



Securities and Exchange Commission
450 5th Street, NW
Washington DC 20549-0013

Attached is Form TA-2, one original and two copies, reporting the activity of CMS Energy Corporation as Transfer Agent and Registrar for its securities. This is sent in accordance with the requirements Rule 17Ac2-2 of the Securities Exchange Act of 1934.

If you have any questions regarding the enclosed forms, please contact me at (517) 788-1866.

Sincerely,

Bruce E Deverman
Assistant Secretary and
Director of Investor Services